

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

OASIS PETROLEUM INC., *et al.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-34771 (MI)
)
) (Jointly Administered)
)
)

**DEBTORS' AMENDED WITNESS AND EXHIBIT LIST
FOR CONFIRMATION HEARING SCHEDULED FOR NOVEMBER 10, 2020**

The above-captioned Debtors and Debtors in Possession (collectively, the "Debtors") file this Witness and Exhibit List for the hearings to be held on **November 10, 2020 at 3:30 p.m.** (prevailing Central Time) (the "Hearing") as follows:

WITNESSES

The Debtors may call the following witnesses at the Hearing:

1. Michael Lou, Chief Financial Officer of Oasis Petroleum Inc.;
2. Chad Michael, Partner, Perella; Weinberg partners LP
3. Marc Brown, Managing Director of AlixPartners, LLP;
4. David Hartie, Managing Director of Kurtzman Carson Consultants LLC;
5. Alexander Tracy, Partner at Perella Weinberg Partners LP;
6. Rebuttal witnesses as necessary; and
7. Any witness called by any other party.

¹ Due to the large number of debtor entities in these chapter 11 cases, for which the Debtors have requested joint administration, a complete list of the debtor entities and the last four digits of their federal tax identification numbers are not provided herein. A complete list of such information may be obtained on the website of the Debtors' proposed claims and noticing agent at www.kccllc.net/oasis. The location of the Debtors' service address for purposes of these chapter 11 cases is: 1001 Fannin Street, Suite 1500, Houston, Texas 77002.

DEBTORS' EXHIBITS

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
1	Joint Prepackaged Chapter 11 Plan Of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates [Docket No. 24]						
2	Disclosure Statement for the Joint Prepackaged Chapter 11 Plan Of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates [Docket No. 25]						
3	Restructuring Support Agreement [Docket No. 25, Exhibit B].						
4	Liquidation Analysis [Docket No. 25, Exhibit C].						
5	Financial Projections [Docket No. 25, Exhibit D].						
6	Valuation Analysis [Docket No. 25, Exhibit E]						
7	Declaration of Alexander Tracy in Support of Debtors' Emergency Motion for Entry of Interim and Final Orders (A) Authorizing the Debtors to Obtain Postpetition Financing, (B) Authorizing the Debtors to Use Cash Collateral, (C) Granting Liens and Providing Claims With Superpriority Administrative Expense Status, (D) Granting Adequate Protection to The Secured Parties, (E) Modifying The Automatic Stay, (F) Scheduling A Final Hearing, And (G) Granting Related Relief [Docket No. 30, Exhibit A]						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
8	Certificate of Service Regarding the Service of the Solicitation Materials [Docket No. 154]						
9	Affidavit of Publication of Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Houston Chronicle [Docket No. 157]						
10	Affidavit of Publication of Notice of Chapter 11 Bankruptcy Case in the Houston Chronicle [Docket No. 158].						
11	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the New York Times [Docket No. 159].						
12	Affidavit of Publication of Notice of Chapter 11 Bankruptcy Case in the New York Times [Docket No. 161].						
13	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Bowman County Pioneer [Docket No. 183].						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
14	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Burke County Tribune (Filed by Oasis Petroleum Inc. [Docket No. 184].						
15	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the El Paso Times [Docket No. 185].						
16	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in The Glacier Reporter [Docket No. 186].						
17	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Houston Chronicle [Docket No. 187].						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
18	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the McKenzie County Farmer [Docket No. 188].						
19	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Midland Reporter-Telegram [Docket No. 189].						
20	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Mountrail County Promoter [Docket No. 190].						
21	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Mouse River Journal [Docket No. 191].						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
22	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Northern Plains Independent [Docket No. 192].						
23	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the New York Times [Docket No. 193].						
24	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Pecos Enterprise [Docket No. 194].						
25	Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Sheridan County News [Docket No. 195].						
26	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Sidney Herald [Docket No. 196].						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
27	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Monahans News [Docket No. 197].						
28	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Williston Herald [Docket No. 198].						
29	Affidavit of Publication of the Notice of Commencement of Chapter 11 Bankruptcy Cases and Hearing on the Disclosure Statement and Confirmation of the Joint Prepackaged Chapter 11 Plan in the Winkler County News [Docket No. 199].						
30	Affidavit Re: Notice of Proposed Assumption or Assumption and Assignment of Executory Contracts or Unexpired Leases and Cure Amounts with Cure Schedule Exhibit [Docket No. 230].						
31	Supplemental Certificate of Service Regarding the Service of the Solicitation Materials [Docket Nos. 245].						
32	Supplement for the Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
	Inc. and its Debtor Affiliates [Docket No. 263]						
33	Declaration of David Hartie of Kurtzman Carson Consultants LLC Regarding Solicitation of Votes and Tabulation of Ballots Cast on the Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Subsidiaries [Docket No. 269].						
34	Declaration of Marc J. Brown in Support of Confirmation of the Joint Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. And Its Debtor Affiliates [Docket No. 276].						
35	Declaration of Chad Michael in Support of Confirmation of the Joint Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates [Docket No. 277].						
36	Declaration of Michael Lou, Chief Financial Officer of Oasis Petroleum Inc., in Support of Confirmation of the Joint Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates [Docket No. 278]						
37	Joint Prepackaged Chapter 11 Plan of Reorganization of Oasis Petroleum Inc. and its Debtor Affiliates (Technical Modifications) [Docket No. 279]						
38	Any document or pleading filed in the above-captioned main cases.						

EXHIBIT	DESCRIPTION	MARK	OFFER	OBJECT	ADMIT	W/D	DISPOSITION AFTER TRIAL
39	Any exhibit necessary for impeachment and/or rebuttal purposes						
40	Any exhibit identified or offered by any other party						

RESERVATION OF RIGHTS

The Debtors reserve the right to call or to introduce one or more, or none, of the witnesses and exhibits listed above, and further reserve the right to supplement this list prior to the hearing.

Houston, Texas
November 6, 2020

Respectfully Submitted,

/s/ Matthew D. Cavanaugh

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*Proposed Co-Counsel for the Debtors
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Certificate of Service

I certify that on November 6, 2020, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Southern District of Texas.

/s/ Matthew D. Cavanaugh

Matthew D. Cavanaugh